

GENERAL AMERICAN TRANSPORTATION CORPORATION

120 SOUTH RIVERSIDE PLAZA
CHICAGO, IL 60606
312/621-6581

RECEIVED
JUN 30 9 41 AM '78
I.C.C.
FEE OPERATION BR.

GEORGE W. ROTHSCHILD
Vice President, General Counsel
and Secretary

June 26, 1978

Secretary of the Interstate
Commerce Commission
Washington, D.C.

RECORDATION NO. 6322-C Filed & Recorded

Re: General American Transportation Corporation Equipment Trust
Series 68

JUN 30 1978 - 9 15 AM
INTERSTATE COMMERCE COMMISSION

Gentlemen:

Enclosed herewith are five (5) signed copies of a Supplemental Agreement dated as of April 15, 1978 deleting a portion of the railroad cars covered by a Trust Agreement, together with our check for \$10.00 to cover the filing and recordation fees.

Said Agreement was recorded in the office of the Secretary of the Interstate Commerce Commission on September 23, 1971 under Recordation No. 6322 .

The Trust Equipment deleted by the enclosed consists of railroad cars described in the aforementioned documents (primarily railroad tank cars of various DOT and AAR classes) and the road numbers of such cars are listed in said documents.

The names and addresses of the parties referred to in said Bill of Sale are:

Irving Trust Company
One Wall Street
New York, New York 10015

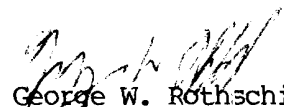
General American Transportation Corporation
120 South Riverside Plaza
Chicago, Illinois 60606
c/o Edward L. Overtree

8-181A(17)

I am an executive officer of General American Transportation Corporation having knowledge of the matters set forth herein.

CC Washington, D. C.

Very truly yours,


George W. Rothschild

GWR/jma
Encl.

Interstate Commerce Commission
Washington, D.C. 20423

6/30/78

OFFICE OF THE SECRETARY

George W. Rothschild
General American Transportation Corp.
120 South Riverside Plaza
Chicago, Illinois 60606

Dear **Sir;**

The enclosed document(s) was recorded pursuant to the
provisions of Section 20(c) of the Interstate Commerce Act,
49 U.S.C. 20(c), on **6/30/78** at **9:45am**
and assigned recordation number(s) **6322-C &5581-E**

Sincerely yours,



Nancy L. Wilson
Acting Secretary

Enclosure(s)

4-6
GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST, SERIES 68

RECORDATION NO. 6322-C Filed & Recorded

JUN 30 1978 - 9 45 AM

AMERICAN COMMERCE COMMISSION

SUPPLEMENTAL AGREEMENT DATED AS OF April 15, 1978
TO EQUIPMENT TRUST AGREEMENT DATED AS OF September 15, 1971

BY AND BETWEEN

IRVING TRUST COMPANY, TRUSTEE

AND

GATX CORPORATION
(Formerly known as General American Transportation Corporation)

Supplemental Agreement dated as of April 15,
1978 by and between Irving Trust Company,
a New York corporation, as Trustee, and GATX Corporation,
a New York corporation formerly known as General American
Transportation Corporation.

WHEREAS, the parties hereto entered into an Equipment
Trust Agreement dated as of September 15, 1971 (the "Agreement")
creating General American Transportation Corporation Equipment
Trust, Series 68, which Agreement was filed and recorded with
the Interstate Commerce Commission pursuant to Section 20c of
the Interstate Commerce Act on September 23, 1971,
Recordation No. 6322; and

WHEREAS, the parties hereto wish to amend Schedule A
to the Agreement;

NOW, THEREFORE, the parties hereto agree that Schedule A
to the Agreement is hereby amended by:

(a) deleting therefrom the units of Trust Equipment
described in Schedule I attached hereto, and

(b) substituting therefor the units of Equipment
described in Schedule II attached hereto.

IN WITNESS WHEREOF, the parties hereto have caused
these presents to be signed in their respective corporate

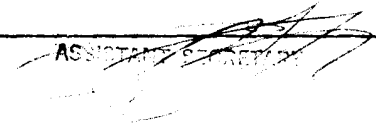
names and their respective corporate seals to be hereunto
affixed, duly attested, as of April 15, 1978.

IRVING TRUST COMPANY

By: 

ASSISTANT VICE PRESIDENT

ATTEST:


ASSISTANT SECRETARY

GATX CORPORATION
(Formerly known as General American
Transportation Corporation)

By: 

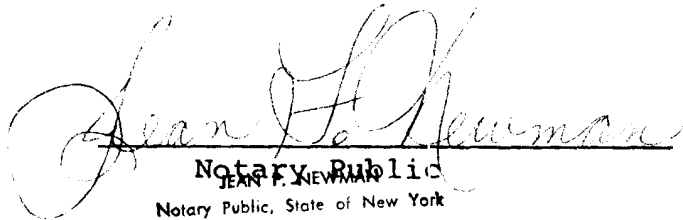
Senior Vice President

ATTEST:


Assistant Secretary

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 13th day of May June, 1978, before me personally appeared C. E. STARR, to me personally known, who, being by me duly sworn, says that he is ASSISTANT VICE PRESIDENT of Irving Trust Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


Notary Public
JEAN F. NEWMAN

Notary Public, State of New York

No. 24-4612517

Qualified in Kings County

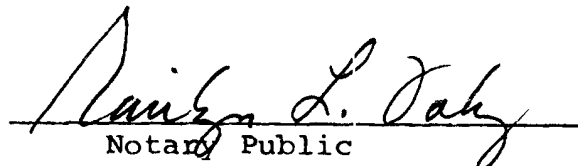
Certificate Filed with N. Y. County Clerk

Commission Expires March 30, 1979

* * * * *

STATE OF ILLINOIS)
) ss.:
COUNTY OF C O O K)

On this 4th day of May, 1978, before me personally appeared C. E. COYL, to me personally known, who, being by me duly sworn, says that he is Senior Vice President of GATX CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


Notary Public

SCHEDULE I
GENERAL AMERICAN TRANSPORTATION CORPORATION
EQUIPMENT TRUST - SERIES 68

CARS TO BE REMOVED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY IN GALLONS</u>	<u>INITIALED AND CAR NUMBERS</u>
1 Tank Car	DOT 111A100-W-1	8,000	GATX 56808.
1 Tank Car	DOT 111A100-W-1	15,000	GATX 56326.
1 Tank Car	DOT 111A100-W-1	15,000	GATX 27275.
1 Tank Car	DOT 111A100-W-1	15,000	GATX 41061.
1 Tank Car	DOT 111A100-W-1	16,000	GATX 25086.
1 Tank Car	DOT 111A100-W-1	20,000	GATX 12633.
1 Tank Car	DOT 111A100-W-1	20,000	GATX 27892.
1 Tank Car	DOT 111A100-W-1	20,000	GATX 38608.
1 Tank Car	DOT 111A60-W-1	22,000	GATX 37774.
1 Tank Car	DOT 111A60-W-1	20,000	GATX 35828.
1 Tank Car	DOT 112A340-W	33,500	GATX 40703.
1 Tank Car	DOT 112A340-W	33,500	GATX 40945.
3 Airslide Cars	LO	2600 Cu. Ft.	GACX 46998, 47197, 47198.
1 Airslide Car	LO	4180 Cu. Ft.	GACX 46585.
3 Airslide Cars	LO	4180 Cu. Ft.	GACX 46696, 47243, 47281.
1 Airslide Car	LO	4180 Cu. Ft.	GACX 46692.
1 Airslide Car	LO	4180 Cu. Ft.	GACX 47259.
4 Hopper Cars	HTS	3850 Cu. Ft.	GGPX 70073, 70100, 70148, 70176.
17 Hopper Cars	HTS	3850 Cu. Ft.	GGPX 70110, 70113, 70125, 70156, 70162, 70165, 70166, 70173, 70209, 70220, 70226, 70236, 70255, 70272, 70283, 70292, 70295.

SCHEDULE II
GENERAL AMERICAN TRANSPORTATION CORPORATION
EQUIPMENT TRUST - SERIES 68
CARS TO BE SUBSTITUTED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY</u>	<u>INITIALED AND CAR NUMBERS</u>
53 Tank Cars	DOT 111A60AL-W-1	10,000	GATX 70814- 70817 , 70839-70851, 70853-70865, 70867-70869, 70871-70875, 70877-70881, 70883-70887, 70889-70892, 70894
4 Tank Cars	DOT 111A60AL-W-1	10,000	GATX 70914-70917.
15 Airslide Cars	LO	2600 Cu.Ft.	ATW 48078-48083, 48085, 48087- 48094.